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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

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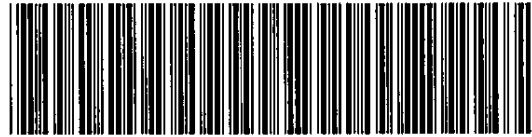
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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TALLAHASSEE, FLORIDA

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12/27

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

HARDEE Petroleum Company

**FILED**  
07 DEC 26 AM 10:20  
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TALLAHASSEE, FLORIDA

- \_\_\_\_ Art of Inc. File \_\_\_\_\_
- \_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_ Foreign Corp. File \_\_\_\_\_
- ☒ L.C. File CONVERSION
- \_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- ☒ Annual Report / Reinstatement \_\_\_\_\_
- ☒ Cert. Copy \_\_\_\_\_
- \_\_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_ Courier \_\_\_\_\_

Signature \_\_\_\_\_

Requested by: CP

Name

Date

Time

Walk-In

Will Pick Up

CERTIFICATE OF CONVERSION  
OF  
HARDEE PETROLEUM COMPANY,  
a Florida general partnership  
INTO  
HARDEE PETROLEUM COMPANY, LLC,  
a Florida limited liability company

This Certificate of Conversion and **attached** Articles of Organization are submitted to convert Hardee Petroleum Company, a Florida general partnership, into a Florida limited liability company in accordance with Sections 608.439 and 620.8914, Florida Statutes.

1. The name of the Florida general partnership immediately prior to the filing of this Certificate of Conversion is "Hardee Petroleum Company," formed on October 1, 1981.
2. Hardee Petroleum Company is a general partnership first registered under the laws of Florida on Dec. 19, 2007, under Document No. GP0700001895.
3. The name of the limited liability company into which Hardee Petroleum Company is to be converted is "Hardee Petroleum Company, LLC," as set forth in the attached Articles of Organization.
4. All of the general partners of Hardee Petroleum Company have approved the conversion of Hardee Petroleum Company into Hardee Petroleum Company, LLC, evidenced by a written "Plan of Conversion" satisfying the requirements of Chapters 606, 620, Florida Statutes.
5. The conversion of Hardee Petroleum Company into Hardee Petroleum Company, LLC, shall be effective as of the filing date of this Certificate of Conversion.
6. The undersigned represent all of the general partners of Hardee Company and all of the members of Hardee Petroleum Company, LLC.

Executed on 12/14/07, 2007.

Donald E. Smith  
DONALD E. SMITH  
Susan C. Smith  
SUSAN C. SMITH

David M. Durando  
DAVID M. DURANDO

Jane C. Durando  
JANE C. DURANDO

Doyle E. Carlton III  
DOYLE E. CARLTON III

Debra Carlton  
DEBRA CARLTON

Walter S. Farr  
WALTER S. FARR, Trustee u/a dated  
September 14, 1998

STATE OF FLORIDA

COUNTY OF HARDEE

The foregoing instrument was acknowledged before me on DEC. 14, 2007,  
DONALD E. SMITH, who ☒ is personally known to me, or ☐ has produced  
\_\_\_\_\_ as identification.

MIRIAM AMY DUKE  
Notary Public, State of Florida  
My comm. exp. Sept. 11, 2009  
Comm. No. DD 465810

Miriam Amy Duke

(Name \_\_\_\_\_)  
Notary Public  
Serial Number (if any) \_\_\_\_\_  
Commission Expiration Date \_\_\_\_\_

STATE OF FLORIDA

COUNTY OF HARDEE

The foregoing instrument was acknowledged before me on DEC. 14, 2007,  
SUSAN C. SMITH, who ☒ is personally known to me, or ☐ has produced  
\_\_\_\_\_ as identification.

MIRIAM AMY DUKE  
Notary Public, State of Florida  
My comm. exp. Sept. 11, 2009  
Comm. No. DD 465810

Miriam Amy Duke  
(Name \_\_\_\_\_)  
Notary Public  
Serial Number (if any) \_\_\_\_\_  
Commission Expiration Date \_\_\_\_\_

STATE OF FLORIDA

COUNTY OF HARDEE

The foregoing instrument was acknowledged before me on DEC. 14, 2007,  
DAVID M. DURANDO, who ☒ is personally known to me, or ☐ has produced  
\_\_\_\_\_ as identification.

MIRIAM AMY DUKE  
Notary Public, State of Florida  
My comm. exp. Sept. 11, 2009  
Comm. No. DD 465810

Miriam Amy Duke  
(Name \_\_\_\_\_)  
Notary Public  
Serial Number (if any) \_\_\_\_\_  
Commission Expiration Date \_\_\_\_\_

STATE OF FLORIDA

COUNTY OF HARDEE

The foregoing instrument was acknowledged before me on DEC. 14, 2007, JANE C. DURANDO, who ☒ is personally known to me, or ☐ has produced \_\_\_\_\_ as identification.

MIRIAM AMY DUKE  
Notary Public, State of Florida  
My comm. exp. Sept. 11, 2009  
Comm. No. DD 465810

Miriam Amy Duke  
(Name \_\_\_\_\_)  
Notary Public  
Serial Number (if any) \_\_\_\_\_  
Commission Expiration Date \_\_\_\_\_

STATE OF FLORIDA

COUNTY OF HARDEE

The foregoing instrument was acknowledged before me on DEC. 14, 2007, DOYLE E. CARLTON III, who ☒ is personally known to me, or ☐ has produced \_\_\_\_\_ as identification.

MIRIAM AMY DUKE  
Notary Public, State of Florida  
My comm. exp. Sept. 11, 2009  
Comm. No. DD 465810

Miriam Amy Duke  
(Name \_\_\_\_\_)  
Notary Public  
Serial Number (if any) \_\_\_\_\_  
Commission Expiration Date \_\_\_\_\_

STATE OF FLORIDA

COUNTY OF HARDEE

The foregoing instrument was acknowledged before me on DEC. 14, 2007,  
DEBRA CARLTON, who ☒ is personally known to me, or ☐ has produced  
\_\_\_\_\_ as identification.

MIRIAM AMY DUKE  
Notary Public, State of Florida  
My comm. exp. Sept. 11, 2009  
Comm. No. DD 465810

Miriam Amy Duke  
(Name \_\_\_\_\_)  
Notary Public  
Serial Number (if any) \_\_\_\_\_  
Commission Expiration Date \_\_\_\_\_

STATE OF FLORIDA

COUNTY OF HARDEE

The foregoing instrument was acknowledged before me on DEC. 14, 2007,  
WALTER S. FARR, as Trustee, who ☒ is personally known to me, or ☐ has produced  
\_\_\_\_\_ as identification.

MIRIAM AMY DUKE  
Notary Public, State of Florida  
My comm. exp. Sept. 11, 2009  
Comm. No. DD 465810

Miriam Amy Duke  
(Name \_\_\_\_\_)  
Notary Public  
Serial Number (if any) \_\_\_\_\_  
Commission Expiration Date \_\_\_\_\_

382854

**ARTICLES OF ORGANIZATION  
OF  
HARDEE PETROLEUM COMPANY, LLC  
A FLORIDA LIMITED LIABILITY COMPANY**

**FILED**  
07 DEC 26 AM 10:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

**ARTICLE I**

**NAME**

The name of this limited liability company is "HARDEE PETROLEUM COMPANY, LLC", referred to in these Articles of Organization as the "Company."

**ARTICLE II**

**PRINCIPAL OFFICE, MAILING ADDRESS AND  
REGISTERED AGENT**

The mailing address of the Company is P.O. Box 995, Wauchula, Florida 33873, and the principal office of the Company is 222 South Sixth Ave., Wauchula, Florida 33873. The Company's registered agent is WALTER S. FARR, whose office is located at 222 South Sixth Ave., Wauchula, Florida 33873, which office also serves as the Company's registered office.

**ARTICLE III**

**EFFECTIVE DATE OF EXISTENCE/DURATION**

The existence of the Company shall commence as of the filing of these Articles with the Department of State. The duration of the Company shall thereafter be perpetual.

**ARTICLE IV**

**PURPOSE AND POWERS**

This Company is organized with a general business purpose, has all powers provided by law; and may use those powers to any lawful purpose.



**ARTICLE V**

**MANAGEMENT BY MEMBERS**

The Company shall be managed by its members.

**ARTICLE VI**

**ADMISSION OF NEW MEMBERS**

The Company may admit new members by the unanimous consent of the members or as otherwise provided in its Operating Agreement.

**ARTICLE VII**

**AMENDMENTS**

These Articles of Organization may be amended as provided in the Company's Operating Agreement.

**ARTICLE VIII**

**SUBSCRIBER**

The name and address of the person signing these Articles of Organization, who is a member of the Company, is:

Name

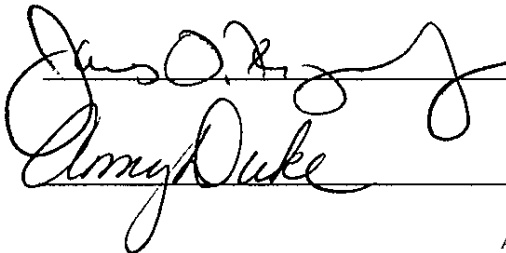
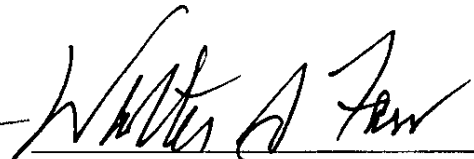
Address

WALTER S. FARR

P. O. Box 995  
Wauchula, Florida 33873

EXECUTED on Dec 13, 2007.

WITNESSES:

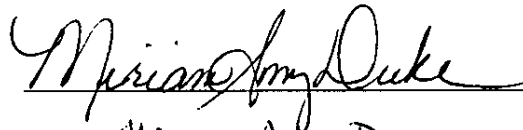
  
\_\_\_\_\_  
  
\_\_\_\_\_  
WALTER S. FARR  
SUBSCRIBER

STATE OF FLORIDA

COUNTY OF Hardee

The foregoing instrument was acknowledged before me on Dec. 13, 2007, by  
WALTER S. FARR, who is personally known to me.

**MIRIAM AMY DUKE**  
Notary Public, State of Florida  
My comm. exp. Sept. 11, 2009  
Comm. No. DD 465810

  
(Name Miriam Amy Duke)  
Notary Public  
Serial Number (if any) \_\_\_\_\_  
Commission Expiration Date \_\_\_\_\_

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned hereby agrees, as registered agent, to accept service of process on behalf of the Company. The undersigned is familiar with and accepts all of the obligations of a registered agent of a Florida limited liability company.

  
\_\_\_\_\_  
WALTER S. FARR

382942